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*Proposed Co-Lead Counsel and Counsel for
Plaintiffs Ian Cassiman and Clair Vanderschaaf*

[Additional Counsel on Signature Page]

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

IAN CASSIMAN, Derivatively on Behalf
of OCZ TECHNOLOGY GROUP, INC.,

Plaintiff,

v.

RYAN M. PETERSEN, ARTHUR F.
KNAPP, JR., RALPH H. SCHMITT,
ADAM J. EPSTEIN, RICHARD L.
HUNTER, and RUSSELL J. KNITTEL,

Defendants,

-and-

OCZ TECHNOLOGY GROUP, INC., a
Delaware corporation,

Nominal Defendant.

Case No.: C-12-05556-RS

**STIPULATION CONSOLIDATING
ACTIONS AND RELATED MATTERS
AND ~~PROPOSED~~ ORDER THEREON**

Judge: Hon. Richard Seeborg

[Caption Continued on the Next Page]

| | | | |
|----|------------------------------------|---|-----------------------------|
| 1 | CLAIR VANDERSCHAAF, Derivatively |) | Case No.: C-12-06058-RS |
| 2 | on Behalf of OCZ TECHNOLOGY |) | |
| | GROUP, INC., |) | |
| 3 | |) | |
| | Plaintiff, |) | |
| 4 | v. |) | |
| | |) | |
| 5 | RYAN M. PETERSEN, ARTHUR F. |) | |
| | KNAPP, JR., RALPH H. SCHMITT, |) | |
| 6 | ADAM J. EPSTEIN, RICHARD L. |) | |
| | HUNTER, and RUSSELL J. KNITTEL, |) | |
| 7 | |) | |
| | Defendants, |) | |
| 8 | -and- |) | |
| | |) | |
| 9 | OCZ TECHNOLOGY GROUP, INC., a |) | |
| | Delaware corporation, |) | |
| 10 | |) | |
| | Nominal Defendant. |) | |
| 11 | _____ |) | Judge: Hon. Richard Seeborg |
| 12 | ROBERT L. MORTON, Derivatively on |) | Case No.: C-12-06343-RS |
| 13 | Behalf of OCZ TECHNOLOGY GROUP, |) | |
| | ING. |) | |
| 14 | |) | |
| | Plaintiff, |) | |
| 15 | v. |) | |
| | |) | |
| 16 | RALPH H. SCHMITT, ADAM J. |) | |
| | EPSTEIN, RICHARD L. HUNTER, |) | |
| 17 | RUSSELL J. KNITTEL, RYAN M. |) | |
| | PETERSEN and ARTHUR F. KNAPP, JR., |) | |
| 18 | |) | |
| | Defendants, |) | |
| 19 | -and- |) | |
| | |) | |
| 20 | OCZ TECHNOLOGY GROUP, INC., a |) | |
| | Delaware corporation, |) | |
| 21 | |) | |
| | Nominal Party. |) | |
| 22 | _____ |) | Judge: Hon. Richard Seeborg |
| 23 | |) | |
| 24 | |) | |
| 25 | |) | |
| 26 | |) | |
| 27 | |) | |
| 28 | |) | |

WHEREAS, there are presently three related shareholder derivative actions against certain of the officers and directors of OCZ Technology Group, Inc. ("OCZ") on file in this Court;

WHEREAS, in an effort to assure consistent rulings and decisions and the avoidance of unnecessary duplication of effort, counsel for plaintiffs as well as counsel for defendants in the related OCZ shareholder derivative actions currently on file in this Court enter into this stipulation. The counsel are: (1) Robbins Arroyo LLP on behalf of plaintiffs Ian Cassiman and Clair Vanderschaaf; (2) Robbins Geller Rudman & Dowd LLP on behalf of plaintiff Robert L. Morton; (3) and Wilson Sonsini Goodrich & Rosati on behalf of defendants Arthur F. Knapp, Jr., Ralph H. Schmitt, Adam J. Epstein, Richard L. Hunter, Russell J. Knittel, and nominal defendant OCZ;

WHEREAS, the parties have met and conferred and agree that the actions should be consolidated under Rule 42(a) of the Federal Rules of Civil Procedure and that consolidation of the actions will promote judicial economy and preserve both public and private resources; and

WHEREAS, plaintiffs and defendants agree that it would be duplicative and wasteful of the Court's resources for defendants named in plaintiffs' shareholder derivative actions to have to respond to the individual complaints prior to the agreed upon consolidation;

NOW THEREFORE, IT IS HEREBY STIPULATED AND AGREED by plaintiffs and defendants, through their respective counsel of record, as follows:

1. The following actions are hereby related and consolidated for all purposes, including pre-trial proceedings and trial:

| <u>Case Name</u> | <u>Case Number</u> | <u>Date Filed</u> |
|---|--------------------|-------------------|
| <i>Cassiman v. Petersen, et al.</i> | No. C-12-05556-RS | October 29, 2012 |
| <i>Vanderschaaf v. Petersen, et al.</i> | No. C-12-06058-RS | November 29, 2012 |
| <i>Morton v. Schmitt, et al.</i> | No. C-12-06343-RS | December 14, 2012 |

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7. Plaintiffs' Co-Lead Counsel shall have sole authority to speak for plaintiffs in matters regarding pre-trial procedure, trial, and settlement and shall make all work assignments in such manner as to facilitate the orderly and efficient prosecution of this litigation and to avoid duplicative or unproductive effort.

8. Plaintiffs' Co-Lead Counsel shall be responsible for coordinating all activities and appearances on behalf of plaintiffs. No motion, request for discovery, or other pre-trial or trial proceedings shall be initiated or filed by any plaintiff except through plaintiffs' Co-Lead Counsel.

9. Plaintiffs' Co-Lead Counsel shall be available and responsible for communications to and from this Court, including distributing orders and other directions from the Court to counsel. Plaintiffs' Co-Lead Counsel shall be responsible for creating and maintaining a master service list of all parties and their respective counsel.

10. Defendants' counsel may rely upon all agreements made with plaintiffs' Co-Lead Counsel, or other duly authorized representative of plaintiffs' Co-Lead Counsel, and such agreements shall be binding on all plaintiffs.

11. Defendants' counsel signing this stipulation shall appear for and accept service on behalf of all their clients who have not already been served.

12. Defendants take no position as to the appointment of Co-Lead Counsel.

14. When a case which properly belongs as part of the *In re OCZ Technology Group, Inc. Shareholder Derivative Litigation*, Lead Case No. C-12-05556-RS, is hereafter filed in the Court or transferred here from another court, this Court requests the assistance of counsel in calling to the attention of the clerk of the Court the filing or transfer of any case which might properly be consolidated as part of the *In re OCZ Technology Group, Inc. Shareholder Derivative Litigation*, Lead Case No. C-12-05556-RS, and Co-Lead Counsel are to assist in assuring that counsel in subsequent actions receive notice of this Order. All such related derivative actions that are subsequently filed in, or transferred to, this District shall be consolidated into this action.

15. Pursuant to Fed. R. Civ. P. 5(b)(2)(E)-(F), service by e-mail transmission shall be permitted in addition to service via ECF notification. For non-CM/ECF participants, service shall be deemed effective upon transmission of the service e-mail.

Dated: January 8, 2013

ROBBINS ARROYO LLP
BRIAN J. ROBBINS
GEORGE C. AGUILAR
LAUREN N. OCHENDUSZKO

s/ George C. Aguilar

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*Proposed Co-Lead Counsel for Plaintiffs and
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1 Dated: January 8, 2013

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28 *Counsel for Plaintiff Robert L. Morton*

1 Dated: January 8, 2013

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*Counsel for defendants Arthur F. Knapp, Jr.,
Ralph H. Schmitt, Adam J. Epstein, Richard L.
Hunter, Russell J. Knittel, and nominal defendant
OCZ Technology Group, Inc.*

I, George C. Aguilar, am the ECF User whose ID and password are being used to file this Stipulation Consolidating Related Actions, Appointing Co-Lead Counsel and Related Matters and [Proposed] Order Thereon. In compliance with General Order No. 45, X.B., I hereby attest that Diane Walters and Travis E. Downs, III have concurred in this filing.

s/ George C. Aguilar
GEORGE C. AGUILAR

* * *

ORDER

PURSUANT TO STIPULATION, IT IS SO ORDERED.

1/14/13
DATED


HONORABLE RICHARD J. LEBORG
UNITED STATES DISTRICT JUDGE

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